

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Holdings Inc., et al.

Debtors.

)
) Chapter 11
)
) Case No. 08-13555 (JMP)
)
) Jointly Administered
)

Proof of Claim No.: **8160**

Date Proof of Claim Filed: **08/13/2009**

Amount of Claim Transferred: **\$12,597,219.37**

**AMENDED NOTICE OF PARTIAL TRANSFER OF CLAIM
OTHER THAN FOR SECURITY PURSUANT TO FRBP RULE 3001(e)(2)**

TO: TRANSFEROR: CYRUS OPPORTUNITIES MASTER FUND II, LTD.

c/o Cyrus Capital Partners L.P
399 Park Avenue
New York, NY 10022
Attention: Svetoslav Nikov
Telephone: (212) 380-5822
E-mail: snikov@cyruscapital.com

PLEASE TAKE NOTICE of the transfer of all right, title and interest in Claim No. **8160** against Lehman Brothers Holdings Inc. in the amount of **\$12,597,219.37** as evidenced by the attached Evidence of Transfer of Claim to:

TRANSFeree: TPG CREDIT OPPORTUNITIES INVESTORS, L.P.

c/o TPG Credit Management, LP
4600 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402
Attention: Mark White
Telephone: (612) 851-3044
Facsimile: (612) 821-3001
E-mail: confirms@tpgcredit.com

No action is required if you do not object to the transfer of the claim as described above. **IF YOU OBJECT TO THE TRANSFER OF THE TRANSFERRED CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

- FILE A WRITTEN OBJECTION TO THE TRANSFER WITH THE COURT
- SEND A COPY OF YOUR OBJECTION TO THE TRANSFeree
- IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED
- IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFeree WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING

Clerk of the Court

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: **Cyrus Opportunities Master Fund II, Ltd.**

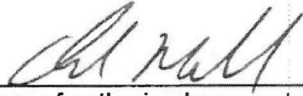
Cyrus Opportunities Master Fund II, Ltd. an exempted company organized under the laws of the Cayman Islands, with offices located at c/o Cyrus Capital Partners L.P., 399 Park Avenue, New York, NY 10022 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **TPG Credit Opportunities Investors, L.P.**, its successors and assigns, with offices located at c/o TPG Credit Management, LP, 4600 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402 ("Buyer"), a portion equal to **12,597,219.37/48,421,591.86th** of all of its right, title and interest in and to the claims of Seller against LEHMAN BROTHERS HOLDINGS INC. in the amount of **\$48,421,591.86**, docketed as Claim No. **8160** (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 19th day of March, 2010.

SELLER

Cyrus Opportunities Master Fund II, Ltd.
By: Cyrus Capital Partners, L.P. as Investment
Manager
By: Cyrus Capital Partners GP, LLC as General
Partner

By: 
(Signature of authorized corporate officer)
Name: David Milich
Title: Authorized Signatory

BUYER

TPG Credit Opportunities Investors, L.P.
By: TPG Credit Opportunities Fund GP, L.P.
Its: General Partner

By: _____
(Signature Name:
Title:

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: **Cyrus Opportunities Master Fund II, Ltd.**

Cyrus Opportunities Master Fund II, Ltd. an exempted company organized under the laws of the Cayman Islands, with offices located at c/o Cyrus Capital Partners L.P., 399 Park Avenue, New York, NY 10022 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **TPG Credit Opportunities Investors, L.P.**, its successors and assigns, with offices located at c/o TPG Credit Management, LP, 4600 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402 ("Buyer"), a portion equal to **12,597,219.37/48,421,591.86th** of all of its right, title and interest in and to the claims of Seller against LEHMAN BROTHERS HOLDINGS INC. in the amount of **\$48,421,591.86**, docketed as Claim No. **8160** (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 19th day of March, 2010.

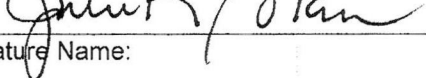
SELLER

Cyrus Opportunities Master Fund II, Ltd.
By: Cyrus Capital Partners, L.P. as Investment
Manager
By: Cyrus Capital Partners GP, LLC as General
Partner

By: _____
(Signature of authorized corporate officer)
Name:
Title:

BUYER

TPG Credit Opportunities Investors, L.P.
By: TPG Credit Opportunities Fund GP, L.P.
Its: General Partner

By:  _____
(Signature Name:
Title:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Special Financing Inc.

Debtors.

)
) Chapter 11
)
) Case No. 08-13888 (JMP)
)
) Jointly Administered
)

Proof of Claim No.: **8161**

Date Proof of Claim Filed: **08/13/2009**

Amount of Claim Transferred: **\$12,597,219.37**

AMENDED NOTICE OF PARTIAL TRANSFER OF CLAIM
OTHER THAN FOR SECURITY PURSUANT TO FRBP RULE 3001(e)(2)

TO: TRANSFEROR: CYRUS OPPORTUNITIES MASTER FUND II, LTD.
c/o Cyrus Capital Partners L.P
399 Park Avenue
New York, NY 10022
Attention: Svetoslav Nikov
Telephone: (212) 380-5822
E-mail: snikov@cyruscapital.com

PLEASE TAKE NOTICE of the transfer of all right, title and interest in Claim No. **8161** against Lehman Brothers Holdings Inc. in the amount of **\$12,597,219.37** as evidenced by the attached Evidence of Transfer of Claim to:

TRANSFeree: TPG CREDIT OPPORTUNITIES INVESTORS, L.P.
c/o TPG Credit Management, LP
4600 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402
Attention: Mark White
Telephone: (612) 851-3044
Facsimile: (612) 821-3001
E-mail: confirms@tpgcredit.com

No action is required if you do not object to the transfer of the claim as described above. **IF YOU OBJECT TO THE TRANSFER OF THE TRANSFERRED CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

- FILE A WRITTEN OBJECTION TO THE TRANSFER WITH THE COURT
- SEND A COPY OF YOUR OBJECTION TO THE TRANSFeree
- IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED
- IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFeree WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING

Clerk of the Court

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: **Cyrus Opportunities Master Fund II, Ltd.**

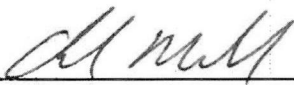
Cyrus Opportunities Master Fund II, Ltd. an exempted company organized under the laws of the Cayman Islands, with offices located at c/o Cyrus Capital Partners L.P., 399 Park Avenue, New York, NY 10022 ("**Seller**"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **TPG Credit Opportunities Investors, L.P.**, its successors and assigns, with offices located at c/o TPG Credit Management, LP, 4600 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402 ("**Buyer**"), a portion equal to **12,597,219.37/48,421,591.86th** of all of its right, title and interest in and to the claims of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC. in the amount of **\$48,421,591.86**, docketed as Claim No. **8161** (the "**Claim**") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 19th day of March, 2010.

SELLER

Cyrus Opportunities Master Fund II, Ltd.
By: Cyrus Capital Partners, L.P. as Investment
Manager
By: Cyrus Capital Partners GP, LLC as General
Partner

By: 
(Signature of authorized corporate officer)
Name: David Milich
Title: Authorized Signatory

BUYER

TPG Credit Opportunities Investors, L.P.
By: TPG Credit Opportunities Fund GP, L.P.
Its: General Partner

By: _____
(Signature Name:
Title:

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: **Cyrus Opportunities Master Fund II, Ltd.**

Cyrus Opportunities Master Fund II, Ltd. an exempted company organized under the laws of the Cayman Islands, with offices located at c/o Cyrus Capital Partners L.P., 399 Park Avenue, New York, NY 10022 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **TPG Credit Opportunities Investors, L.P.**, its successors and assigns, with offices located at c/o TPG Credit Management, LP, 4600 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402 ("Buyer"), a portion equal to **12,597,219.37/48,421,591.86th** of all of its right, title and interest in and to the claims of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC. in the amount of **\$48,421,591.86**, docketed as Claim No. **8161** (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 19th day of March, 2010.

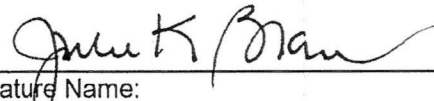
SELLER

Cyrus Opportunities Master Fund II, Ltd.
By: Cyrus Capital Partners, L.P. as Investment
Manager
By: Cyrus Capital Partners GP, LLC as General
Partner

By: _____
(Signature of authorized corporate officer)
Name:
Title:

BUYER

TPG Credit Opportunities Investors, L.P.
By: TPG Credit Opportunities Fund GP, L.P.
Its: General Partner

By:  _____
(Signature Name:
Title: